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June 22, 1995

PLEASE REPLY TO:

Fort Lauderdale

700001522177
-06/23/95--01074--015
****122.50 ****122.50

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

RE: Ever Onward, Inc.

Gentlemen:

Edward Stephany GAVE

AUTHORIZATION BY PHONE TO

CORRECT Principal

DATE 6/22/95

DOC. EXAM. WJW

Enclosed please find executed original and one copy of Articles of Incorporation with respect to the captioned proposed corporation. Designation of place of business and resident agent are identified within the Articles.

Also enclosed is this Firm's check in the amount of \$122.50 payable to the Secretary of State covering the following:

Filing Fee	\$ 35.00
Certified copy	52.50
Registered Agent	
Designation	<u>35.00</u>
	\$122.50

If you find the same to be in order, upon issuance of the Certificate of Incorporation, kindly return a certified copy to the attention of the undersigned via FEDERAL EXPRESS AIRBILL enclosed.

Thank you for your usual prompt attention to this matter.

Yours very truly,

Edward G. Stephany

EGS/lh
Enclosures

WJW

ARTICLES OF INCORPORATION
OF
EVER ONWARD, INC.

ARTICLE I.

The name of this corporation is EVER ONWARD, INC.

ARTICLE II.

This corporation shall have a perpetual existence unless sooner terminated pursuant to the Statutes of the State of Florida, or the Bylaws of this corporation.

ARTICLE III.

This corporation is organized for the following purposes:

A. Engage in the business of international charter of vessels for pleasure excursion, to provide services and facilities, through engagement of such persons necessary to accommodate the requirements of the guests and other attendees on charters.

B. To own, lease and charter vessels for transportation on the waterways of the world in and through and about its various countries by oceans, rivers, canals and bargeways.

C. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

D. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of

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indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

E. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

F. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

G. To do any and all things and everything necessary and proper for the accomplishments enumerated in these Articles of Incorporation or any amendment thereto necessary and incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in these Articles of Incorporation shall not be deemed to be exclusive but all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

ARTICLE IV.

The initial authorized capital stock of the corporation shall be seven thousand (7,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V.

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others

ARTICLE VI.

The street address of the initial/^{principal} registered office of this corporation is:

1401 East Broward Boulevard
Suite 201
Fort Lauderdale, Florida 33301

ARTICLE VII.

The initial registered agent and his address are:

EDWARD G. STEPHANY
1401 East Broward Boulevard
Suite 201
Fort Lauderdale, Florida 33301

ARTICLE VIII.

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

PETER D. McINTOSH
1412 Southwest 18th Court
Fort Lauderdale, Florida 33315

ARTICLE IX.


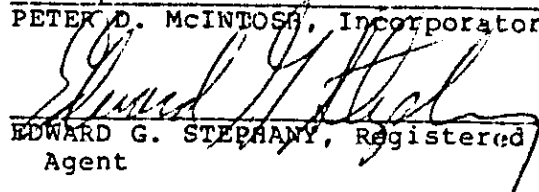
The name and address of the person signing these Articles
is:

PETER D. McINTOSH
1412 Southwest 18th Court
Fort Lauderdale, Florida 33315

ARTICLE X.

I, EDWARD G. STEPHANY, am familiar with and accept the
duties and responsibilities as registered agent for said
corporation.

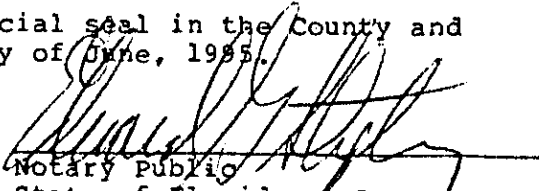
IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 21st day of June, 1995.


PETER D. McINTOSH, Incorporator

EDWARD G. STEPHANY, Registered
Agent

STATE OF FLORIDA)
: ss
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me an officer
duly authorized to administer oaths and take acknowledgments,
personally appeared Peter D. McIntosh, Incorporator, to me known
to be the person described or has produced Drivers License
as identification, and who executed and subscribed to
these Articles of Incorporation.

WITNESS my hand and official seal in the County and
State last aforesaid this 21st day of June, 1995.


Notary Public
State of Florida at Large

My Commission expires:

EDWARD G. STEPHANY
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXP OCT. 1, 1995
NO. CC143807

STATE OF FLORIDA
: ss
COUNTY OF BAYARD)

HEREBY CERTIFY that on this day before me an officer
duly authorized to administer oaths and take acknowledgments,
personally appeared Edward G. Stephany, Registered Agent, to me
known to be the person described or has produced h/2
as identification, and who executed and subscribed to
these Articles of Incorporation.

WITNESS my hand and official seal in the County and
State last aforesaid this 21st day of June, 1995.

Lillian Hessing
Notary Public
State of Florida at Large

My Commission expires:

